

JAN 6 1984 11 05 AM

RELEASE

INTERSTATE COMMERCE COMMISSION

RELEASE dated as of December 30, 1983, by FIDELITY BANK, acting as agent under the Finance Agreement dated as of July 15, 1970, among the Agent, Erie-Lackawanna Railway Company, and the parties named in Schedule A thereto.

WHEREAS, Girard Bank, John J. Prendergast and Jane S. Kubiak (hereinafter called the Trustees) have entered into a conditional sale agreement dated as of July 15, 1970 (hereinafter called the Conditional Sale Agreement) with General Motors Corporation (Electro-Motive Division) (hereinafter called the Builder), providing for the construction, sale and delivery to the Trustees by the Builder of 15 diesel-electric locomotives bearing the road numbers of the Erie-Lackawanna 3654 through 3668, inclusive (hereinafter called the Equipment), and the retention of security title in the Equipment by the Builder pending payment by the Trustees of the Indebtedness under the Conditional Sale Agreement;

WHEREAS the Builder has assigned its rights to the indebtedness under the Conditional Sale Agreement and in and to the Equipment to the undersigned pursuant to the Agreement and Assignment dated as of July 15, 1970 (hereinafter called the Assignment);

WHEREAS the Conditional Sale Agreement and the Assignment have been filed and recorded with the Interstate Commerce Commission pursuant to section 20c of the Interstate Commerce Act of August 6, 1970, at 11:35 a.m., and assigned recordation numbers 5794 and 5794A, respectively;

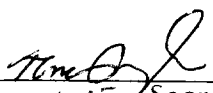
WHEREAS the Equipment has been renumbered with the road numbers of Consolidated Rail Corporation 6685 through 6699, inclusive;

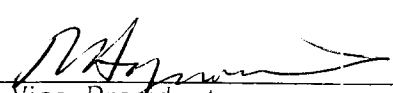
WHEREAS the Trustees have fully and completely discharged the indebtedness under the Conditional Sale Agreement.

NOW THEREFORE, pursuant to Article 5 of the Conditional Sale Agreement, the undersigned does hereby transfer and release to the Trustees all of the right, title and interest of the undersigned in and to the Equipment, free of all liens, security interests and other encumbrances created or retained by the Conditional Sale Agreement.

ATTEST:  
(Affix Corporate Seal)

FIDELITY BANK

  
\_\_\_\_\_  
A.S.S. Secretary

By:   
\_\_\_\_\_  
Vice President


COMMONWEALTH OF PENNSYLVANIA:

: SS

COUNTY OF PHILADELPHIA

:

On this 30th day of December, 1983, before me personally appeared R. Hapman, to me personally known, who, by me being sworn, says that he is a Vice President of Fidelity Bank, that one of the seals affixed to the foregoing instrument is the corporate seal of said bank, and that said instrument was signed and sealed on behalf of said bank by authority of its board of directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said bank.

  
NOTARY PUBLIC

JOHN J. GILDEA

Notary Public, Phila., Phila. Co.

My Commission Expires Aug. 23, 1988

5794-C  
RECORDATION NO. 5794

JAN 6 1984 11 01 AM January 3, 1984

INTERSTATE COMMERCE COMMISSION

4-006 A034

10.00



Secretary  
Interstate Commerce Commission  
Washington, D.C. 20423

Dear Secretary:

On behalf of Fidelity Bank, I enclose original counterparts of the documents described below to be recorded pursuant to section 11303 of title 49 of the United States Code:

Release dated as of December 30th, 1983, a secondary document related to the Conditional Sale Agreement dated as of July 15, 1970, a primary document recorded under recordation number 5794.

The name and address of the parties to the document is as follows:

Assignee  
Fidelity Bank  
Juniper and Sansom Streets  
Philadelphia, PA 19109

The equipment covered by the document consists of 15 diesel-electric locomotives, EMD model SD45, bearing the road numbers of Erie Lackawanna Railway Company 3654 through 3668 and renumbered CR 6685 through 6699.

A short summary of the document to appear in the index follows:

Release dated as of December 30th, 1983, by Fidelity Bank, assignee of a Conditional Sale Agreement dated as of July 15, 1970, releasing the interest of Fidelity Bank under said agreement in and to 15 diesel-electric locomotives, EMD model SD45 bearing the road numbers of Erie Lackawanna Railway Company 3654 through 3668 and renumbered CR 6685 through 6699.

A fee of \$10 is enclosed. Please return all counterparts not needed by the Commission for recordation, stamped to show recordation, to bearer.

Very truly yours,

*Ruth H. Hagan*

*Counterparts of 4 documents*

600 N. WALNUT STREET  
PHILADELPHIA, PENN. 19107  
TELEPHONE 215-540-6000

Interstate Commerce Commission  
Washington, D.C. 20423

1/6/83

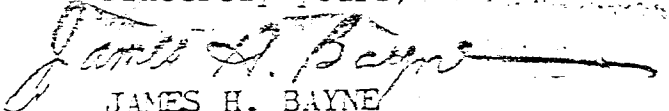
OFFICE OF THE SECRETARY

**The Fidelity Bank**  
**Broad & Walnut Streets**  
**Philadelphia, PA. 19109**

Dear **Sir:**

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on **1/6/84** at **11:05am** and assigned recordation number(s). **5794-C**

Sincerely yours,

  
JAMES H. BAYNE  
Secretary

Enclosure(s)